

UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

Case Number 11-03877-JW

CONSENT ORDER CONFIRMING AUTOMATIC STAY IS NOT IN EFFECT AS TO
BAMBERG HEALTHCARE PROPERTIES, INC., UNIHEALTH POST-ACUTE CARE
OF BAMBERG, LLC, AND UNITED PHARMACY SERVICES, INC. D/B/A UNITED
PHARMACY SERVICES OF LEXINGTON

The relief set forth on the following pages, for a total of 4 pages including this page, is hereby **ORDERED**.

FILED BY THE COURT
08/03/2011



Entered: 08/05/2011

John E. Waites

Chief US Bankruptcy Judge
District of South Carolina

UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

In Re:) CASE NO. 11-03877-JW
)
Bamberg County Memorial Hospital) CHAPTER 9
)
Debtor.)
)

CONSENT ORDER CONFIRMING AUTOMATIC STAY IS NOT IN EFFECT AS TO
BAMBERG HEALTHCARE PROPERTIES, INC., UNIHEALTH POST-ACUTE CARE
OF BAMBERG, LLC, AND UNITED PHARMACY SERVICES, INC. D/B/A UNITED
PHARMACY SERVICES OF LEXINGTON

It appearing from the signatures below that the Debtor Bamberg County Memorial Hospital ("Debtor") and Bamberg Healthcare Properties, Inc., UniHealth Post-Acute Care of Bamberg, LLC, and United Pharmacy Services, Inc. *d/b/a* United Pharmacy Services of Lexington (collectively, the "Contracting Parties") (Debtors and Contracting Parties collectively referred to as the "Parties") hereby stipulate and agree as follows:

1. On or about December 3, 2008, Bamberg County Nursing Center entered into a *Provider Pharmacy Agreement* with United Pharmacy Services, Inc. *d/b/a* United Pharmacy Services of Lexington for various pharmacy-related services.
2. On or about January 14, 2009, Bamberg County, South Carolina, a body politic and corporate and political subdivision of the State of South Carolina ("Bamberg County") entered into an *Asset Purchase Agreement* with Bamberg Healthcare Properties, Inc. and UniHealth Post-Acute Care of Bamberg, LLC for the sale of various assets and the assumption of certain obligations as more specifically set forth in the *Asset Purchase Agreement*, for goods and/or services provided to the Debtor on or after the closing of the asset sale to Bamberg Healthcare

Properties, Inc. and UniHealth Post-Acute Care of Bamberg, LLC as more fully described in the *Asset Purchase Agreement*.

3. On or about August 3, 2009, Bamberg County, South Carolina entered into a *Food Services Agreement* with UniHealth Post-Acute Care of Bamberg, LLC to have meals prepared and delivered by UniHealth Post-Acute Care of Bamberg, LLC to Debtor.

4. The Debtor and the Contracting Parties hereby acknowledge and stipulate that any obligations arising under the *Provider Pharmacy Agreement*, *Asset Purchase Agreement*, and *Food Services Agreement* referenced hereinabove are not obligations of the Debtor.

5. The Contracting Parties acknowledge that they, jointly and severally, do not have any claims against the Debtor or property of the Debtor arising under the *Provider Pharmacy Agreement*, *Asset Purchase Agreement*, or *Food Services Agreement* referenced hereinabove .

6. Bamberg County, South Carolina has not filed for relief pursuant to Chapter 9 of the United States Bankruptcy Code and is not a debtor in this bankruptcy.

7. Accordingly, no automatic stay exists as to the *Provider Pharmacy Agreement*, *Asset Purchase Agreement*, and *Food Services Agreement* and therefore the Contracting Parties may proceed with any claims and pursue any remedies they may have against Bamberg County in connection with the *Provider Pharmacy Agreement*, *Asset Purchase Agreement*, and *Food Services Agreement*.

8. Debtor's counsel certifies that the terms of this agreement have been discussed with and agreed to by the Debtor.

AND IT IS SO ORDERED.

[Signatures Appearing Below]

WE SO CONSENT:

By: /s/ George B. Cauthen

George B. Cauthen, Fed. Id. No. 81

Email: george.cauthen@nelsonmullins.com

Nelson Mullins Riley & Scarborough, LLP

PO Box 11070

Columbia, SC 29211

Tel: (803) 799-2000

Counsel for Bamberg Healthcare Properties, Inc., UniHealth Post-Acute Care of Bamberg, LLC, and United Pharmacy Services, Inc. d/b/a United Pharmacy Services of Lexington

WE SO CONSENT:

By: /s/ Stanley H. McGuffin

Stanley H. McGuffin, Fed. Id. No. 2833

Email: smcguffin@hsblawfirm.com

William Harold Short, Jr., Fed. Id. No. 3831

Email: bshort@hsblawfirm.com

Haynsworth Sinkler Boyd, PA

1201 Main Street, 24th Floor

PO Box 11889

Columbia, SC 29211-1889

Tel: (803)540-7836

Counsel for Debtor Bamberg County Memorial Hospital